

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
SECURITIES AND EXCHANGE COMMISSION

Plaintiff,

-against -

**STEVEN BYERS, JOSEPH
SHERESHEVSKY, WEXTRUST CAPITAL, LLC,
WEXTRUST EQUITY PARTNERS, LLC,
WEXTRUST DEVELOPMENT GROUP, LLC,
WEXTRUST SECURITIES, LLC, and
AXELA HOSPITALITY, LLC,**

Defendants, and

ELKA SHERESHEVSKY,

Relief Defendant.
-----X

08 Civ. 7104 (DC)

**DECLARATION OF TIMOTHY J. COLEMAN, RECEIVER, IN SUPPORT OF
SECURITIES AND EXCHANGE COMMISSION'S APPLICATION FOR
EMERGENCY RELIEF AND TEMPORARY ASSET FREEZE**

I, Timothy J. Coleman, declare and state as follows:

1. I am an attorney admitted to practice in this District and a partner at the law firm of Dewey & LeBoeuf LLP (“Dewey”).

2. On August 11, 2008, by order of this Court (“Appointment Order”)¹, I was appointed temporary receiver (“Receiver”) for Wextrust Capital, LLC; Wextrust Equity Partners, LLC; Wextrust Development Group, LLC; Wextrust Securities, LLC; and Axela Hospitality, Inc (collectively “Wextrust”).

3. Immediately upon my appointment, I retained Dewey as my counsel and dispatched representatives from Dewey to various Wextrust offices to assist in the execution of the Appointment Order, which requires me to, among other things, preserve the status quo, ascertain the true financial condition of Wextrust, prevent the further dissipation of Wextrust assets, and take control of Wextrust assets.

4. On August 12, 2008, I dispatched Dewey attorneys and an investigator (“Norfolk Team”) to a Wextrust office maintained in Norfolk Virginia (“Norfolk Office”). The Norfolk Office is located on the 22nd floor of the Dominion Tower, at 999 Waterside Drive, Norfolk, Virginia 23510. The signage within the building, including the 22nd floor, identifies the occupant as “Wextrust Securities, LLC.”

5. The Norfolk Team took possession of the Norfolk Office after the Federal Bureau of Investigation executed a search warrant on the premises.

¹ See Dkt. No. 2, *Order Appointing Temporary Receiver* (filed Aug. 11, 2008).

6. After taking possession and exercising control over the operations of Wextrust at the Norfolk Office, the Norfolk Team conducted interviews of Wextrust employees and analyzed Wextrust business records, including financial records.

7. Based on evidence obtained by the Norfolk Team, I have concluded that Defendant Joseph Shereshevsky placed assets that he owned or controlled – including residential real estate, bank accounts, and his ownership interest in Wextrust – in the name of his wife, Elka Shereshevsky.

8. Based on the business records of Wextrust, the Norfolk Team and I determined that Elka Shereshevsky was compensated as though she were an employee of Wextrust. However, Mrs. Shereshevsky: (1) performed no substantial services for Wextrust; (2) had no specific responsibilities with respect to Wextrust; (3) did not keep regular hours at a Wextrust office; (4) does not currently maintain an office or other work space on the premises of any Wextrust office; and (5) only visited Wextrust offices on infrequent occasions. Her role was limited to signing documents as a nominee of her husband.

9. Based on personal and business records of Wextrust, Joseph Shereshevsky, and Elka Shereshevsky that were maintained by Wextrust personnel at the Norfolk Office, Elka Shereshevsky has no source of ordinary income other than Wextrust.

10. Attached hereto as Exhibit A is a true and correct copy of a Wextrust document listing personal banking and investment accounts putatively controlled by Elka Shereshevsky as of August 19, 2008. Based on interviews of Wextrust personnel, this record was made in the regular course of business by a Wextrust employee at the Norfolk Office with the title of “Accounting Assistant.” The employee has personal knowledge of the information contained

therein, and kept the record in the course of regularly conducted Wextrust business activities.

Joseph Shereshevsky had signatory authority on most of the accounts in Exhibit A,

11. On or about August 1, 2008, Wachovia Corporation (“Wachovia”) froze the assets held in numerous Wextrust bank accounts in response to a freeze notice from the Department of Justice and in anticipation of this Court’s entry of an order freezing those assets.

12. Based on information from a Wextrust employee at the Norfolk Office with the title of “Accounting Assistant,” referenced in paragraph 10, above, after the freezing of Wextrust accounts by Wachovia, Joseph Shereshevsky directed Elka Shereshevsky to open an account with BB&T Bank in Norfolk, Virginia (hereinafter the “BB&T Account”). The account was subsequently opened in Elka Shereshevsky’s name. The address associated with the account is 720 Maury Avenue, Norfolk, Virginia 23517 – the same address of the joint residence of Joseph and Elka Shereshevsky. The account number is 051404260.

13. The opening deposits in the BB&T Account consisted of, among other items, two checks designated as “loans” to ATM II, LLC (“ATM”). ATM is an issuer of securities offered by Wextrust Securities at the direction of Joseph Shereshevsky.

14. Attached hereto as Exhibit B is a true and correct copy of a business record prepared by Wachovia, with whom Wextrust has numerous frozen accounts, listing two accounts operated for the Wextrust entity ATM.

15. Attached hereto as Exhibit C is a true and correct copy of a personal check from Miriam Stern of 4721 14th Avenue, Brooklyn, New York 11219, made payable to Elka Shereshevsky in the amount of \$25,000 and bearing the notation “Loan for ATM” in the memorandum portion of the check. The check is dated August 5, 2008 and was deposited into the BB&T Account on August 6, 2008 by Elka Shereshevsky.

16. Also attached hereto as Exhibit C is a true and correct copy of a business check from Reiss Paper Converting & Sales, Inc. of 2100 Remembrance Road, Lachine, Quebec, Canada H8S 1X3, made payable to Elka Shereshevsky in the amount of \$50,000 and bearing the notation "Loan for ATM" in the memorandum portion of the check. The check is dated August 5, 2008 and was deposited into the BB&T Account on August 6, 2008 by Elka Shereshevsky.

17. Attached hereto as Exhibit D are true and correct copies of loan agreements executed between Chaim O. Faivushevitz, Mosche Reiss, and Aryeh Elefant, as lenders, and ATM, as borrower, and Joseph Shereshevsky, as guarantor. Exhibit D indicates that on July 29 and July 30, 2008, Chaim O. Faivushevitz, Mosche Reiss, and Aryeh Elefant – all of whom used the same Quebec address as that appearing on the Reiss Paper Converting & Sales, Inc. check – executed loan agreements in the amounts of \$325,000 and \$175,000 with ATM.

18. Based on further analysis of the financial records of Wextrust located at the Norfolk Office, the Norfolk Team has recovered evidence of additional, earlier diversions of Wextrust assets into accounts putatively controlled personally by Elka Shereshevsky.

19. For example, attached hereto as Exhibit E are true and correct copies of four wire transfer records from a Wachovia account of Block III Mines & Minerals, LLC ("Block III") to a Wachovia account putatively controlled by Elka Shereshevsky, totaling \$725,000. All four transfers were executed on March 30, 2007.

20. Like ATM, Block III is another Wextrust entity. Attached hereto as Exhibit F is a true and correct copy of a letter from the IRS providing the Employer Identification Number for Block III that explicitly lists Joseph Shereshevsky as General Partner for Block III.

21. According to a document prepared by Wachovia listing all presently known Wextrust accounts held at Wachovia (Exhibit B), the Block III business checking account

(account number 2000026274177) from which funds were diverted to Elka Shereshevsky on March 30, 2007, is a Wextrust account.

22. Attached hereto as Exhibit G is a true and correct copy of a wire transfer record in the amount of \$100,000 from the Wachovia account of Wextrust Capital, LLC to a Wachovia account putatively controlled by Elka Shereshevsky. The transfer was executed on January 23, 2006. The "Originator to Beneficiary Info" section on the wire transfer report reads "Xfer Funds from Wextrust Capital DI SB ACC to Elka's Op Acct per Joe's phone call 01-23-06."

23. Based on the evidence set forth above, it appears that Joseph Shereshevsky has authorized transfers of substantial amounts of Wextrust funds to banking and investment accounts putatively controlled by his wife, Elka Shereshevsky. Based on the recent deposits of Wextrust funds into the BB&T Account by Elka Shereshevsky, it appears that such transfers are continuing.

24. I have served this Court's Order Freezing Assets in this action dated August 11, 2008 ("Freeze Order")² to be served on BB&T Bank. My counsel have contacted BB&T and sought its assistance in freezing the accounts of Elka Shereshevsky and permitting me to take control of them pursuant to the Appointment Order and the Freeze Order. BB&T has refused to recognize the authority of the Receiver and to comply with this Court's Appointment Order and Freeze Order with respect to the assets held in the BB&T Account.

25. Attached hereto as Exhibit H is a true and correct copy of the signed and notarized Affidavit of Service on BB&T employee Cecelia Carson on August 19, 2008, reflecting service on BB&T of the Complaint, Appointment Order, and Freeze Order in this case.

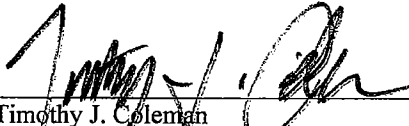
² See Dkt. No. 3, *Order Freezing Assets* (filed Aug. 11, 2008).

26. In addition, John K. Warren, a Dewey attorney who is admitted to practice before the U.S. District Court for the Eastern District of Virginia, docketed the Complaint, Appointment Order, and Freeze Order in this case with the Eastern District of Virginia in Norfolk, Virginia on August 18, 2008. *See Exhibit I attached hereto, Time Stamped Copy of Cover Letter to the E.D. Va. Indicating Proper Docketing of the S.D.N.Y. Orders* (filed Aug. 18, 2008).

27. The Appointment Order specifically requires that I “[h]ave exclusive control of, and be made the sole authorized signatory for, all accounts at any bank, brokerage firm, or financial institution that has possession or control of any assets or funds of Defendant Wextrust Entities and all entities they control or in which they have an ownership interest” Based on the facts set forth above, I have been unable to obtain exclusive control of all Wextrust funds and accounts, specifically including the BB&T Account.

I declare under the penalty of perjury that the foregoing is true and correct.

Dated: August 26, 2008



Timothy J. Coleman

Temporary Receiver for Wextrust Capital, LLC; Wextrust Equity Partners, LLC; Wextrust Development Group, LLC; Wextrust Securities, LLC; and Axela Hospitality, Inc.

EXHIBIT A

SHERESHEVSKY PERSONAL BANK ACCOUNTS									
BANK	ACCT. NO.	ACCOUNT NAME	FILE NAME	Former # or notes	Signatories				
BANK OF COMMONWEALTH	2417391	ELKA'S BOC ACCT.	BOC ACCT.		Elka				
BB&T	154084363	ELKA SHERESHEVSKY CHECKING ACCT.	BB&T	opened 8/08	Elka				
BANK OF JERUSALEM	300052529	Joseph & Elka Shereshevsky	Bank of Jerusalem	opened in 8/07	Joe & Elka?				
PROVIDENT BANK NA	4164504	ELKA'S PROVIDENT BANK ACCT.	inactive, not tracked in Quicken	old acct. Elka had before marriage	Elka				
Handled by Wealth Management?									
WACHOVIA	1010152166700	ELKA SHERESHEVSKY 125 12TH STREET ACCT.	HOMES	1010098509528	Elka, Joe POA				
WACHOVIA	1010152165439	ELKA SHERESHEVSKY CHARITY ACCT.	CHARITY	1010032960835	Elka, Joe, Kate, Sheran				
WACHOVIA	1010152166331	ELKA SHERESHEVSKY OPERATING ACCT	NEW OPERATING	1010098508639	Elka, Joe, Kate, Sheran	4828701652306	/309a1m		
WACHOVIA	1010152166577	ELKA SHERESHEVSKY TAX ACCT.	TAX ACCT.	1010098508558	Elka, Joe POA				
WACHOVIA	3000087750862	PESHA SHERESHEVSKY, MINOR SAVINGS ACCT.	PESHA SAVINGS	3000040868377	Elka, Joe				
WACHOVIA	3000087750817	CHAIM SHERESHEVSKY, MINOR SAVINGS ACCT.	CHAIM SAVINGS	3000033854123	Elka, Joe				
Handled by Commercial Dept.:									
WACHOVIA	2000026274151	SHERESHEVSKY FAMILY IRREVOCABLE TRUST	TRUST ACCT.	NEW TRUST	Herb Z, Sheran				
WACHOVIA	2000020948645	SHERESHEVSKY FAMILY LP II	Family LP II	also SFLPII	Joe, Elka, Kate, Sheran				
WACHOVIA	2000028373636	THE SHERESHEVSKY FOUNDATION, INC.	FOUNDATION	FOUNDATION	Joe, Elka				
WACHOVIA	2000020406352	THUNDER ENERGY LLC	Thunder Energy LLC	THUNDER	Joe & Elka				
WACHOVIA	2000028373814	JASSRY LLC	Jassery Properties LLC	Opened 7/07 (VA)	Joe, Elka, Kate				
Closed Accounts:									
WACHOVIA	1010152165950	ELKA SHERESHEVSKY 4809 14th AVE	4809 14th AVE	101008632447	Closed 5/07				
WACHOVIA	2000020406051	SHERESHEVSKY IRREVOCABLE TRUST ACCT.	TRUST ACCT.		Closed 5/07				
WACHOVIA	2000020406048	THE SHERESHEVSKY FAMILY LIMITED PTNSP	Shereshevsky Family Ptnsp.		Closed				
WACHOVIA	2030000169579	JASSRY PROPERTIES LLC ACCT.	Jassry Properties LLC		Closed 7/07				
		(Jassry Close & reopened new acct in VA)							
WACHOVIA	1010152166218	SWEET ACCOUNTS	OLD OR NEW SWEEP	1010088632492	Closed 8/07				
WACHOVIA	2000020406349	SPACEFYR LLC	Spacefy LLC	Closed 4/08	Joe & Elka				

8/27/2008

REAL ESTATE MORTGAGES									
PROPERTY	LENDER	LOAN NO.	BALANCE AT 8/26/08	% INTEREST RATE	Type Loan or/RATE BASIS	Time Remaining	Est. Value		
720 MAURY AVE., NORFOLK	WACHOVIA	5754628	\$453,218.85	5.75	15 Yr. Jumbo	12 ± Yrs.	\$1,565 M ¹		
607 E. MOWBRAY CT., NORFOLK	FIRST HORIZON	47324579	\$241,921.17	5.25	15 Yr. Conv/Fixed	11 ± Yrs.	?		
625 SHIRLEY AVE., NORFOLK	WACHOVIA	5746363	\$318,696.58	5.875	30 Yr. Conv/Fixed	27 ± Yrs	\$560,000 ²		
622 SHIRLEY AVE., NORFOLK	WACHOVIA	6937848	\$344,341.91	4.5	30 Yr LIBOR (6 mo.) Adj. Rate	26 Yrs.	\$600,000 ³		
5912 BLAND AVE., BALTIMORE	WACHOVIA	5747930	\$142,057.05	7.5	30 Yr. LIBOR (1 Yr.) Adj. Rate	27 Yrs.	\$185,500 ⁴		
125 12th ST., LAKEWOOD*	NATIONAL CITY	000341336-7	\$90,947.82	6.875	30 Yr. Conv/Fixed	26 Yrs.			
4809 14th AVE., BROOKLYN **	BANK OF AMERICA	6649168512	\$1,120,000.00	6.125	30 Yr Net 5/Int. Only	28 Yrs.	\$1,475 M ⁵		
EQUITY LINES OF CREDIT:									
625 SHIRLEY AVE (NEW AT 3/08)	WACHOVIA	4386540412901690	\$153,421.20	5.5	30 Yr/ Fixed Prime less .5	29 Yrs			
607 E. MOWBRAY CT.	WACHOVIA	4386540412484600	\$289,910.41	5.37	Variable LIBOR Index	19 Yrs			
720 MAURY AVE.	BANK OF AMERICA	68991018279099	\$470,056.85	5.49	15 Yr/ Variable Prime Index	14 Yrs.			
¹ Appraised value at 9/06									
² Appraised value at 2/08									
³ Appraised value at 8/08									
⁴ Appraised value 5/05									
⁵ Appraised value at 8/06									
(*) Deed in the names of Avroham & Chani Shereshevsky									
(**) Deed in the names of Chana & Elka Shereshevsky									

EXHIBIT B

Relationship Accounts - Open Accounts - 08/01/2008

Relationship:		Westtrust Capital LLC	
RM:	Streitz, Bonnie		
Orig	Service		
Code	Area	Account Number	Product Type
007	DDA	2000026272069	BUS CASH MGR
		CK	S
		970.36	2611 / 6422660
007	DDA	2000028373843	Business Checking
		1,248.77	2611 / 6422660
007	DDA	2000034754854	Business Checking
		1,014.64	2611 / 6422660
007	DDA	2000034754867	BUS HIGH PERF
		MM	S
		471.14	2611 / 6422660
007	DDA	2000025123193	Business Checking
		BUS HIGH PERF	S
		201,425.27	2611 / 6422660
007	DDA	2000035931139	MM
		S	61.25
		2611 / 6422660	STREITZ, BONNIE J
007	DDA	2000026274410	Business Checking
		BUS HIGH PERF	S
		81.93	2611 / 6422660
007	DDA	2000026274423	MM
		S	15.04
		2611 / 6422660	STREITZ, BONNIE J
007	DDA	2000026274397	Business Checking
		BUS HIGH PERF	S
		95.25	2611 / 6422660
007	DDA	2000026274407	MM
		S	16.10
		2611 / 6422660	STREITZ, BONNIE J
007	DDA	2000026274177	Business Checking
		BUS HIGH PERF	S
		94.61	2611 / 6422660
007	DDA	2000026274180	MM
		S	28.67
		2611 / 6422660	STREITZ, BONNIE J
007	DDA	2000020839194	Commercial
		Checking	S
		50.69	2611 / 6422660
007	DDA	2000025122990	Business Checking
		BUS HIGH PERF	S
		76.08	2611 / 6422660
007	DDA	2000035930994	MM
		S	63.87
		2611 / 6422660	STREITZ, BONNIE J
007	DDA	2000028373791	Business Checking
		S	108.27
		2611 / 6422660	STREITZ, BONNIE J
		0055778880	CUSTOMER NAME
		2435 W BELMONT	OPEN DATE
		INVESTORS, LLC	11/10/2005
		47 DEAN STREET	CURRENT BALANCE
		INVESTORS, LLC	8/14/08
		625 PARAGON	
		INVESTORS, LLC	\$965.36
		625 PARAGON	
		INVESTORS, LLC	\$1,243.77
		625 PARAGON	
		INVESTORS, LLC	\$997.43
		INVESTORS, LLC	
		INVESTORS, LLC	\$454.14
		ATM II, LLC	
		ATM II, LLC	\$201,180.52
		ATM II, LLC	
		BLOCK III INVESTORS	\$44.25
		BLOCK III INVESTORS	
		BLOCK III INVESTORS	\$48.93
		BLOCK III INVESTORS	
		BLOCK III INVESTORS	\$15.04
		BLOCK III MANAGERS LLC	
		BLOCK III MANAGERS LLC	\$62.25
		BLOCK III MINES AND	
		BLOCK III MINES AND	\$16.10
		BLOCK III MINES AND	
		BLOCK III MINES AND	\$61.61
		BLOCK III MINES AND	
		MINERALS LLC	\$28.67
		BRANDON INVESTMENTS	
		LLC	\$19.70
		BRET INVESTORS	
		SKELETON COAST III, LLC	\$71.08
		BRET INVESTORS	
		SKELETON COAST III, LLC	\$46.87
		BRET INVESTORS	
		SKELETON COAST, LLC	\$76.27

Relationship Accounts - Open Accounts - 08/01/2008

Relationship: Westtrust Capital LLC

RM: Stretz, Bonnie

Org	Service	Account Number	Product Type	J/S	Balance	Cosub/Rc	RM Name/ID	RRN	Customer Name	Open Date	Current Balance	Explanation
007	DDA	2000035930923	BUS HIGH PERF MM	S	18.98	2611 / 6422660	STRETZ, BONNIE J	0055778880	BRET INVESTORS SKELETON COAST, LLC	07/06/2007	\$18.98	
000	CAN	91052412	CAN/PIN - Business	S				0055778880	BRET INVESTORS SKELETON COAST, LLC			
007	DDA	2000035930936	Business Checking CAN/PIN -	S	70.74	2611 / 6422660	STRETZ, BONNIE J	0056972578	BRET, LLC	07/30/2007	\$54.74	
000	CAN	260580120	CAN/PIN - Business	S				0056972578	BRET, LLC			
007	DDA	2000028373830	Business Checking CAN/PIN -	S	610.34	2611 / 6422660	STRETZ, BONNIE J	0057883069	CLARKSVILLE INDUSTRIAL INVESTORS,	08/16/2007	\$505.34	
000	CAN	208995855	Business CAN/PIN -	S				0057883069	CLARKSVILLE INDUSTRIAL INVESTORS,			
007	DDA	2000028373720	Business Checking CAN/PIN -	S	41.09	2611 / 6422660	STRETZ, BONNIE J	0056502505	CLEVELAND INDUSTRIAL INVESTORS, LLC	07/03/2007	\$25.09	
000	CAN	91052617	Business CAN/PIN -	S				0056502505	CLEVELAND INDUSTRIAL INVESTORS, LLC			
007	DDA	2000028373788	Business Checking BUS HIGH PERF MM	S	17.69	2611 / 6422660	STRETZ, BONNIE J	0055749450	CROWNE-PHOENIX INVESTORS, LLC	07/05/2007	-\$15.31	Commercial service charge
007	DDA	2000035930910	Business CAN/PIN -	S	944.01	2611 / 6422660	STRETZ, BONNIE J	0055749450	CROWNE-PHOENIX INVESTORS, LLC	07/05/2007	\$944.10	
000	CAN	91052375	Business CAN/PIN -	S				0055749450	CROWNE-PHOENIX INVESTORS, LLC			
007	DDA	2000025123025	Business Checking BUS HIGH PERF MM	S	101,322.88	2611 / 6422660	STRETZ, BONNIE J	0052812152	DRAKE OAK BROOK INVESTORS, LLC	11/20/2007	\$1,307.71	wire transfer
007	DDA	2000035931003	Business Checking BUS HIGH PERF MM	S	400.31	2611 / 6422660	STRETZ, BONNIE J	0052812152	DRAKE OAK BROOK INVESTORS, LLC	11/20/2007	\$1,307.71	\$100,000 same
060	MTG	00005746363	Mortgage-CONV	S	319,246.57			0037645725	ELKA K SHERESHEVSKY		\$383.31	
060	MTG	00005747930	Mortgage-CONV	S	142,248.81			0037645725	ELKA K SHERESHEVSKY		\$319,246.57	
060	MTG	00005746628	Mortgage-CONV	S	456,429.46			0037645725	ELKA K SHERESHEVSKY		\$142,248.81	
060	MTG	00006937848	Mortgage-CONV	S	344,341.91			0037645725	ELKA K SHERESHEVSKY		\$453,218.85	
007	DDA	1010152166439	FR CHECKING CROWN SELECT	S	566.63			0037645725	ELKA K SHERESHEVSKY		\$344,341.91	
007	DDA	1010152166331	CKG	S	21,567.96	/		0037645725	ELKA K SHERESHEVSKY		\$566.63	deposit item
											\$8,356.98	returns - prior

Relationship Accounts - Open Accounts - 08/01/2008

Org	Service	Account Number	Product Type	J/S	Balance	Cosub/Rc	RM Name/ID	RRN	Customer Name	Open Date	Current Balance	Explanation
Relationship: Westtrust Capital LLC												
RM: Stretz, Bonnie												
007	DDA	2000020406297	CUSTOM	S								
000	CAN	01600985	BUSINESS CK	S	62.32	2611 / 6422660	STRETZ, BONNIE J	0012764604	LINSEY ENERGY LLC	09/14/2004	\$45.32	
			CAN/PIN -	S				0012764366	LION'S WALK LLC			
007	DDA	2000020406307	CUSTOM	S	64.99	2611 / 6422660	STRETZ, BONNIE J	0012764366	LION'S WALK LLC	09/14/2004	\$47.99	
			BUSINESS CK	S								
007	DDA	2000020406174	CUSTOM	S	5.00	2611 / 6422660	STRETZ, BONNIE J	0041220796	LION'S WALK LODGE LLC	07/26/2004	-\$12.00	Commercial service charge
			BUSINESS CK	S								
007	DDA	2000025123038	Business Checking	S	735.91	2611 / 6422660	STRETZ, BONNIE J	0052821798	PEORIA OFFICE INVESTORS, LLC	11/20/2007	\$730.91	
007	DDA	2000035931113	BUS HIGH PERF MM	S	886.44	2611 / 6422660	STRETZ, BONNIE J	0052821798	PEORIA OFFICE INVESTORS, LLC	11/20/2007	\$869.44	
000	CAN	01601100	CAN/PIN -	S				0012853635	PURE AFRICA FARMING			
			Commercial Checking	S								
007	DDA	2000026272137	CAN/PIN -	S	60.47	2611 / 6422660	STRETZ, BONNIE J	0039484469	PURE AFRICA INTERNATIONAL LLC	12/23/2005	\$40.48	
			Business	S				0012849256	INVESTMENTS LLC			
000	CAN	01601049	CAN/PIN -	S								
			Business	S								
007	DDA	2000020406310	Business Checking	S	45.12	2611 / 6422660	STRETZ, BONNIE J	0012849256	PURE AFRICA INVESTMENTS LLC	09/15/2004	\$15.62	Commercial service charge
007	DDA	2000026272593	Business Checking	S	1,112.63	2611 / 6422660	STRETZ, BONNIE J	0034140206	PURE AFRICA MINERALS, LLC	09/20/2006	\$1,019.93	
007	DDA	2000028373898	Business Checking	S	73.00	2611 / 6422660	STRETZ, BONNIE J	0034140206	PURE AFRICA MINERALS, LLC	10/16/2007	\$68.00	
007	DDA	2000028373908	Business Checking	S	70.03	2611 / 6422660	STRETZ, BONNIE J	0034140206	PURE AFRICA MINERALS, LLC	10/16/2007	\$65.03	
007	DDA	2000028373924	Business Checking	S	68.03	2611 / 6422660	STRETZ, BONNIE J	0034140206	PURE AFRICA MINERALS, LLC	10/16/2007	\$63.03	
007	DDA	2000034754663	Business Checking	S	68.02	2611 / 6422660	STRETZ, BONNIE J	0034140206	PURE AFRICA MINERALS, LLC	10/16/2007	\$63.02	
000	CAN	201135590	CAN/PIN -	S				0010283379	STAND ENERGY, LLC			
007	DDA	2000028373649	Business Checking	S	457.50	2611 / 6422660	STRETZ, BONNIE J	0024136100	S. PINE STREET INVESTORS, LLC	04/26/2007	\$441.50	

Relationship Accounts - Open Accounts - 08/01/2008

Relationship:	Wextrust Capital LLC
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RM:	Stretz, Bonnie
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Orig Service	Area	Account Number	Product Type	J/S	Balance	Cosub/Rc	RM Name/ID	RNN	Customer Name	Open Date	Current Balance	Explanation
007	DDA	20000026272580	Business Checking	S	69.62	2611 / 6422660	STRETZ,BONNIE J	0032613408	SEWJEE CONSULTING, LLC	09/20/2006	\$64.62	
007	DDA	20000020948645	Business Checking	S	83.30	2611 / 6422660	STRETZ,BONNIE J	0023447149	SHERESHEVSKY FP II	06/08/2006	\$23.35	
000	CAN	647307100	CAN/PIN -	S				0023447749	SHERESHEVSKY FP II			
007	DDA	20000028373652	Business Checking	S	91.79	2611 / 6422660	STRETZ,BONNIE J	0024133909	SKELTON COAST BRET	04/26/2007	\$58.79	Commercial service charge
007	DDA	20000035930761	BUS HIGH PERF	S	27.09	2611 / 6422660	STRETZ,BONNIE J	0024133909	INVESTORS, LLC	04/26/2007	\$27.09	
007	DDA	20000026272386	Business Checking	S	684.47	2611 / 6422660	STRETZ,BONNIE J	0025400249	TENNESSEE OFFICE INVESTORS, LLC	06/12/2006	\$679.47	
000	CAN	90748506	CAN/PIN -	S				0025400249	TENNESSEE OFFICE INVESTORS, LLC			
007	DDA	20000026274151	Business Checking	S	48.08	2611 / 6422660	STRETZ,BONNIE J	0052990095	THE SHERESHEVSKY FAMILY IRREVOCABLE	03/08/2007	\$15.13	Commercial service charge
000	CAN	207288822	CAN/PIN -	S				0052990095	THE SHERESHEVSKY FAMILY IRREVOCABLE			
000	CAN	200103746	CAN/PIN -	S				0063310904	THE SHERESHEVSKY FAMILY LIMITED			
007	DDA	20000028373636	Business Checking	S	119.27	2611 / 6422660	STRETZ,BONNIE J	0051403597	THE SHERESHEVSKY FOUNDATION, INC	04/16/2007	\$106.32	
000	CAN	206829107	Business	S				0051403597	THE SHERESHEVSKY FOUNDATION, INC			
000	CAN	01600759	CAN/PIN -	S				0012863702	THUNDER ENERGY LLC			
007	DDA	20000020406352	Business Checking	S	43.02	2611 / 6422660	STRETZ,BONNIE J	0012863702	THUNDER ENERGY LLC	09/15/2004	\$19.07	Commercial service charge
000	CAN	01607141	CAN/PIN -	S				0012857241	VATICANO TRADERS LLC			
007	DDA	20000020406336	BUSINESS CK	S	64.26	2611 / 6422660	STRETZ,BONNIE J	0012857241	VATICANO TRADERS LLC	09/15/2004	\$47.26	Commercial service charge
007	DDA	20000026272409	BUS HIGH PERF	S	1,550.05	2611 / 6422660	STRETZ,BONNIE J	0007689086	WEXFORD HIGH YIELD DEBT FUND, III, LLC	06/28/2006	\$1,550.05	

Relationship Accounts - Open Accounts - 08/01/2008

Relationship: Wextrust Capital LLC												
RM:		Streitz, Bonnie										
Orig	Service	Account Number	Product Type	J/S	Balance	Cosub/Rc	RM Name/ID	RRN	Customer Name	Open Date	Current Balance	Explanation
007	DDA	2000026272412	Commercial Checking	S	1,616.17	2611 / 6422660	STREITZ, BONNIE J	0007889086	WEXFORD HIGH YIELD DEBT FUND, III, LLC	06/28/2006	\$1,570.59	
000	CAN	90747727	CAN/PIN - Business	S				0007889086	WEXFORD HIGH YIELD DEBT FUND, III, LLC			
007	DDA	2000017257145	BUS HIGH PERF MM	S	2,141.86	2611 / 6422660	STREITZ, BONNIE J	0051825780	WEXFORD PRINCIPAL PROTECTED FUND I,LLC.	05/10/2005	\$2,090.91	
007	DDA	2000017257158	MONEY MARKET SAVINGS	S	37.77	2611 / 6422660	STREITZ, BONNIE J	0051825780	WEXFORD PRINCIPAL PROTECTED FUND I,LLC.	05/10/2005	\$37.77	
007	DDA	2000020406190	Commercial Checking	S	33,662.84	2611 / 6422660	STREITZ, BONNIE J	0051825780	WEXFORD PRINCIPAL PROTECTED FUND I,LLC.	06/08/2004	\$46,664.73	
007	DDA	2000020888459	BUS CASH MGR CK	S	8,905.83	2611 / 6422660	STREITZ, BONNIE J	0051825780	WEXFORD PRINCIPAL PROTECTED FUND I,LLC.	03/19/2004	\$5,868.35	\$3,037.48 Service charge
007	DDA	2000026271963	Commercial Checking	S	212.51	2611 / 6422660	STREITZ, BONNIE J	0051825780	WEXFORD PRINCIPAL PROTECTED FUND I,LLC.	08/16/2005	\$192.56	
007	DDA	2000026272069	BUS CASH MGR CK	S	970.36	2611 / 6422660	STREITZ, BONNIE J	0051825780	WEXFORD PRINCIPAL PROTECTED FUND I,LLC.	11/10/2005	\$965.36	
007	DDA	2000026272085	BUS CASH MGR CK	S	710.25	2611 / 6422660	STREITZ, BONNIE J	0051825780	WEXFORD PRINCIPAL PROTECTED FUND I,LLC.	11/29/2005	\$705.25	
007	DDA	2000026272522	Business Checking	S	47.10	2611 / 6422660	STREITZ, BONNIE J	0051825780	WEXFORD PRINCIPAL PROTECTED FUND I,LLC.	09/18/2006	\$42.10	
007	DDA	2000026272645	Business Checking	S	29.54	2611 / 6422660	STREITZ, BONNIE J	0051825780	WEXFORD PRINCIPAL PROTECTED FUND I,LLC.	10/20/2006	\$24.54	
007	DDA	2000026272658	Business Checking	S	668.49	2611 / 6422660	STREITZ, BONNIE J	0051825780	WEXFORD PRINCIPAL PROTECTED FUND I,LLC.	10/30/2006	\$663.49	
007	DDA	2000026274449	Business Checking	S	51.20	2611 / 6422660	STREITZ, BONNIE J	0051825780	WEXFORD PRINCIPAL PROTECTED FUND I,LLC.	03/02/2007	\$35.20	
000	CAN	200056838	CAN/PIN - Business	S				0051825780	WEXFORD PRINCIPAL PROTECTED FUND I,LLC.			
075	DBC	4828800723373	Business CheckCard	S				0051825780	WEXFORD PRINCIPAL PROTECTED FUND I,LLC.			
000	BLS	BFS052752T	BLS-SBLT	S				0051825780	WEXFORD PRINCIPAL PROTECTED FUND I,LLC.			

Relationship Accounts - Open Accounts - 08/01/2008

Relationship:	Wextrust Capital LLC											
RM:	Streitz,Bonnie											
Org	Service											
Code	Area	Account Number	Product Type	J/S	Balance	Cosub/Rc	RM Name/ID	RRN	Customer Name	Open Date	Current Balance	Explanation
007	DDA	2000026272470	Commercial Checking	S	1,207.17	2611 / 6422660	STRETZ,BONNIE J	0048456787	WEXTFRUST EQUITY PARTNERS, LLC	09/05/2006	\$1,170.49	
007	DDA	2000026272483	BUS HIGH PERF MM	S	1,238.46	2611 / 6422660	STRETZ,BONNIE J	0048456787	WEXTFRUST EQUITY PARTNERS, LLC	09/01/2006	\$1,238.46	
007	DDA	2000020461070	CUSTOM BUSINESS CK	S	34,729.42	2611 / 6422660	STRETZ,BONNIE J	0006433437	WEXTFRUST SECURITIES, LLC	04/07/2005	\$23,775.43	\$9,564.13 wife same day as
007	DDA	2000020839123	BUS HIGH PERF MM	S	95,351.89	2611 / 6422660	STRETZ,BONNIE J	0006433437	WEXTFRUST SECURITIES, LLC	05/09/2005	\$95,351.89	
000	CAN	90760408	CAN/PIN -	S				0006433437	WEXTFRUST SECURITIES, LLC			

Total

\$2,244,825.33

\$2,127,248.65

EXHIBIT C

To deposit to
BBT acct.
ABA 051404268
Acct. # 0000154084363

MIRIAM STERN
4721 14th Ave
Brooklyn, NY 11219

233

Aug 5 2008

1-108/210

Pay to the Order of ELKA Sherashewsky \$ 25,000.00

Twelve Thousand Five Hundred Dollars

HSPC Bank USA, N.A. Brooklyn, NY 11219

For Loan Bcr ATM

0210010880671718029 0233

REISS PAPER CONVERTING & SALES INC. 0065

2100, REMEMBRANCE ROAD
LACHINE, QC H8S 1X3
Tel: (514) 639-7000

DATE 20080805
FOLIO 810 259 Y Y Y Y M M D D

PAY to Elka Sherashewsky \$ 50,000.00
the order of Billy Kasand

50 DOLLARS 100 U.S. FUNDS

Caisses populaires Desjardins de Montréal-Nord
Siège social Tél.: 514 322-9310
11000, boul. Saint-Vital Téléc.: 514 322-0763
Montréal-Nord, Qc Accts D: 1 800 CAISSES
H1H 4T8 www.desjardins.com

REISS PAPER CONVERTING & SALES INC.

RE Loan Bcr ATM

⑈000065⑈ ⑆30513⑈815⑆ 810⑈259⑈2⑈ 45

→ USE FOR 10 DIGIT ACCOUNT NUMBER

Teller Hold for 11 days
Joe knows

EXHIBIT D

05/30/2008 12:26 5146397000

REISS PAPER

PAGE 02

LOAN AGREEMENT ENTERED INTO THIS 30TH DAY OF MAY 2008 IN THE CITY OF MONTREAL

BY AND BETWEEN:

Chaim O. Faivushvitz, Moshe Reiss, and Aryeh Elefant on behalf of a Corporation to be formed, having their place of business at 2100 Remembrance Road, Lachine, Quebec H8S 1X3. Hereinafter referred to as the Lenders.

And

ATM, a Corporation having its place of business at 999 Waterside Drive, Suite 2220 Norfolk, VA., 23510, represented by Joseph Shereshevsky. Hereinafter referred to as the Borrower.

And

Joseph Shereshevsky, personally, having his place of business at 999 Waterside Drive, Suite 2220 Norfolk, VA., 23510. Hereinafter referred to as the Guarantor.

WHEREAS the Borrower requires funds to invest in a business venture ("the business") and specifically for the purchase of equipment to be used for the business.

AND WHEREAS the Lenders are agreeable to provide the loan for the stated purpose.

NOW THEREFORE THE PARTIES HERETO HEREBY AGREE AS FOLLOWS:

- 1. The preamble shall form an integral part of this document;**
- 2. LOAN AMOUNT - The Lenders shall provide to the Borrower a loan in the amount of ONE HUNDRED AND SEVENTY FIVE THOUSAND DOLLARS \$175,000.00 (U.S.)**
- 3. TERMS OF REPAYMENT- The loan shall be a non-interest bearing loan and shall become payable within thirty days (30) from the date of disbursement or upon any occurrence which shall terminate the business.**
- 4. LENDERS' OPTION- The Lenders' shall have the right, at their sole option and discretion, to take equity in the business commensurate to the amount of their entire loan, in lieu of repayment.**
- 5. GUARANTOR'S UNDERTAKING- the Guarantor hereby assumes and undertakes full responsibility for the immediate repayment of the loan, without**

05/30/2008 12:26 5146397888

REISS PAPER

PAGE 03

necessity of any legal proceedings, in the event that the loan is not repaid by the Lender in the time provided in paragraph 3 above.

6. LANGUAGE

The Parties expressly require that the present Agreement be drawn up in the English language. Les Parties exigent que cette entente soit rédigée exclusivement dans la langue anglaise;

AND ALL THE PARTIES HAVE SIGNED AS OF THE DATE MENTIONED ABOVE.

Chaim O. Faivushvitz for the Lenders


ATM, per Joseph Shereshevsky, Borrower


Joseph Shereshevsky, personally, Guarantor

LOAN AGREEMENT ENTERED INTO THIS 29TH DAY OF JULY 2008 IN THE CITY OF MONTREAL

BY AND BETWEEN:

Chaim O. Faivushevitz, Moshe Reiss, and Aryeh Elefant on behalf of a Corporation to be formed, having their place of business at 2100 Remembrance Road, Lachine, Quebec H8S 1X3. Hereinafter referred to as the Lenders.

And

ATM, a Corporation having its place of business at 999 Waterside Drive, Suite 2220 Norfolk, VA., 23510, represented by Joseph Shereshevsky. Hereinafter referred to as the Borrower.

And

Joseph Shereshevsky, personally, having his place of business at 999 Waterside Drive, Suite 2220 Norfolk, VA., 23510. Hereinafter referred to as the Guarantor.

WHEREAS the Borrower requires funds to invest in a business venture ("the business") and specifically for the purchase of equipment to be used for the business.

AND WHEREAS the Lenders are agreeable to provide the loan for the stated purpose.

NOW THEREFORE THE PARTIES HERETO HEREBY AGREE AS FOLLOWS:

1. The preamble shall form an integral part of this document;
2. LOAN AMOUNT - The Lenders shall provide to the Borrower a loan in the amount of THREE HUNDRED AND TWENTY FIVE THOUSAND DOLLARS \$325,000.00 (U.S.)
3. TERMS OF REPAYMENT- The loan shall be a non-interest bearing loan and shall become payable within thirty days (30) from the date of disbursement or upon any occurrence which shall terminate the business.
4. LENDERS' OPTION- The Lenders' shall have the right, at their sole option and discretion, to take equity in the business commensurate to the amount of their entire loan, in lieu of repayment.
5. GUARANTOR'S UNDERTAKING- the Guarantor hereby assumes and undertakes full responsibility for the immediate repayment of the loan, without

necessity of any legal proceedings, in the event that the loan is not repaid by the Lender in the time provided in paragraph 3 above.

6. LANGUAGE

The Parties expressly require that the present Agreement be drawn up in the English language. Les Parties exigent que cette entente soit rédigée exclusivement dans la langue anglaise;

AND ALL THE PARTIES HAVE SIGNED AS OF THE DATE MENTIONED ABOVE.

Chaim O. Faivushevitz for the Lenders

ATM, per Joseph Shereshevsky; Borrower

Joseph Shereshevsky, personally; Guarantor

EXHIBIT E

View Transfer History Details

Page 118 of 130

Transfer 110 of 121

BOOK TRANSFER DETAIL

Initiated By: CR226778 On Mar 30 2007 At 9:31:56 AM ET
Last Modified By: CR226778 On Mar 30 2007 At 9:31:56 AM ET
Status: Completed
Processed: On Mar 30 2007 At 9:35:09 AM ET
Template Name:
Transaction ID: 20001132
Entry Method: User Entry
MTS Advice #: 2007033000022324

Amount: \$ 50,000.00
Value Date: 03/30/2007
Debit Account: WBVA 2000026274177

Originator

Account Type: Account Number
Account #: WBVA 2000026274177
Account Name: BLOCK III MINES & MINERALS, LLC
Address Line 1: 999 WATERSIDE DR SUITE 2220
Address Line 2: NORFOLK, VA 23510
Address Line 3: Phone: 757-623-0246 Sheran Gabriel

Beneficiary

Bank ID/Account #: WBVA/1010152166331
Account Name: Elka Shereshevsky Op Acc
Address Line 1: 607 E. Mowbray Ct.
Address Line 2: Norfolk, VA 23507
Address Line 3: Phone: 757-623-5704
Reference: Com Adv 9/29

Originator to Beneficiary Information

Orig/Ben Info: Partial Block III Compensation

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Transfer 112 of 121

BOOK TRANSFER DETAIL

Initiated By: CR226778 On Mar 30 2007 At 11:54:59 AM ET
Last Modified By: CR226778 On Mar 30 2007 At 11:54:59 AM ET
Status: Completed
Processed: On Mar 30 2007 At 12:16:04 PM ET
Template Name:
Transaction ID: 20001134
Entry Method: User Entry
MTS Advice #: 2007033000044826

Amount: \$ 225,000.00
Value Date: 03/30/2007
Debit Account: WBVA 2000020406190

Originator

Account Type: Account Number
Account #: WBVA 2000026274177
Account Name: BLOCK III MINES AND MINERALS LLC
Address Line 1: 999 WATERSIDE DR SUITE 2220
Address Line 2: NORFOLK, VA 23510
Address Line 3: Phone: 757-623-0246 Sheran Gabriel

Beneficiary

Bank ID/Account #: WBVA/1010152166331
Account Name: Elka Shereshevsky Op Acc
Address Line 1: 607 E. Mowbray Ct.
Address Line 2: Norfolk, VA 23507
Address Line 3: Phone: 757-623-5704
Reference: Com Adv 9/29

Originator to Beneficiary Information

Orig/Ben Info: ELKA SHEREHSEVSKY-BLOCK III COMPENSATION

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View Transfer History Detail

Page 122 of 130

Transfer 113 of 121

BOOK TRANSFER DETAIL

Initiated By: CR226778 On Mar 30 2007 At 12:03:23 PM ET
Last Modified By: CR226778 On Mar 30 2007 At 12:03:23 PM ET
Status: Completed
Processed: On Mar 30 2007 At 12:05:30 PM ET
Template Name:
Transaction ID: 20001135
Entry Method: User Entry
MTS Advice #: 2007033000046391

Amount: \$ 225,000.00
Value Date: 03/30/2007
Debit Account: WBVA 2000026274177

Originator

Account Type: Account Number
Account #: WBVA 2000026274177
Account Name: BLOCK III MINES AND MINRALS
Address Line 1: 999 WATERSIDE DR SUITE 2220
Address Line 2: NORFOLK, VA 23510
Address Line 3: Phone: 757-623-0246 Sheran Gabriel

Beneficiary

Bank ID/Account #: WBVA/1010152166331
Account Name: Elka Shereshevsky Op Acc
Address Line 1: 607 E. Mowbray Ct.
Address Line 2: Norfolk, VA 23507
Address Line 3: Phone: 757-623-5704
Reference: Com Adv 9/29

Originator to Beneficiary Information

Orig/Ben Info: JOSEPH SHERESHEVSKY-BLOCK III COMPENSATION

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View Transfer History Detail

Page 125 of 130

Transfer 116 of 121

ACCOUNT TRANSFER DETAIL

Initiated By: CR226778 On Mar 30 2007 At 12:22:51 PM ET
Last Modified By: CR226778 On Mar 30 2007 At 12:22:51 PM ET
Status: Completed
Processed: On Mar 30 2007 At 12:25:23 PM ET
Template Name:
Transaction ID: 20001138
Entry Method: User Entry
MTS Advice #: 2007033000049821

Amount: \$ 225,000.00
Value Date: 03/30/2007
Debit Account: WBVA 2000026274177
Credit Account: WBVA 2000020406190

Originator to Beneficiary Information

Orig/Ben Info: xfer of funds from Block III Mines & Minerals, LLC to
reimburse WexCapDisb Acc for Elka Shereshevsky's
Block III Comp wire#2007033000044826

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EXHIBIT F



001586.317502.0007.001 1 MB 0.326 532



BLOCK III MINES AND MINERALS
JOSEPH SHERESHEVSKY GEN PTR
999 WATERSIDE DR STE 2220
NORFOLK VA 23510

01586

Date of this notice: 03-21-2007

Employer Identification Number:
41-2231198

Form: SS-4

Number of this notice: CP 575 B

For assistance you may call us at
1-800-829-4933

IF YOU WRITE, ATTACH THE
STUB OF THIS NOTICE.

WE ASSIGNED YOU AN EMPLOYER IDENTIFICATION NUMBER

Thank you for applying for an Employer Identification Number (EIN). We assigned you EIN 41-2231198. This EIN will identify your business account, tax returns, and documents, even if you have no employees. Please keep this notice in your permanent records.

When filing tax documents, please use the label we provided. If this isn't possible, it is very important that you use your EIN and complete name and address exactly as shown above on all federal tax forms, payments and related correspondence. Any variation may cause a delay in processing, result in incorrect information in your account or even cause you to be assigned more than one EIN. If the information isn't correct as shown above, please correct it using tear off stub from this notice and return it to us so we can correct your account.

Based on the information from you or your representative, you must file the following form(s) by the date(s) shown.

Form 1065

04/15/2008

If you have questions about the form(s) or the due date(s) shown, you can call or write to us at the phone number or address at the top of the first page of this letter. If you need help in determining what your tax year is, see Publication 536, *Accounting Periods and Methods*, available at your local IRS office or you can download this Publication from our Web site at www.irs.gov.

We assigned you a tax classification based on information obtained from you or your representative. It is not a legal determination of your tax classification, and is not binding on the IRS. If you want a legal determination on your tax classification, you may request a private letter ruling from the IRS under the guidelines in Revenue Procedure 2004-1, 2004-1 I.R.B. 1 (or superseding Revenue Procedure for the year at issue.)

PLEASE RETAIN AS BLOCK
III MINE & MINERALS, III
EMPLOYER ID# NUMBER
#41-2231198

(IRS USE ONLY) 575B

03-21-2007 BLOC B 0532742191 SS-4



001586

Keep this part for your records.

CP 575 B (Rev. 1-2007)

Return this part with any correspondence
so we may identify your account. Please
correct any errors in your name or address.

CP 575 B

0532742191

Your Telephone Number Best Time to Call
() -

DATE OF THIS NOTICE: 03-21-2007
EMPLOYER IDENTIFICATION NUMBER: 41-2231198
FORM: SS-4 NOBOD

INTERNAL REVENUE SERVICE
PHILADELPHIA PA 19255-0023

BLOCK III MINES AND MINERALS
JOSEPH SHERESHEVSKY GEN PTR
999 WATERSIDE DR STE 2220
NORFOLK VA 23510

EXHIBIT G

ALL TRANSACTIONS

Close

Checking

GSA INVESTORS- 2000026272085

Available Balance:	\$77,947.88*
Posted Balance:	\$77,947.88**

Check Card Holds: View Details**Transaction detail from 01/23/2006 to 01/24/2006**

Transactions available from 11/30/2005 to today.

Date	Description	Withdrawals	Deposits	Balance
01/23/2006	TRNSFR 2000020406190 01/23	\$110,000.00		\$77,947.88

* The Available Balance is the Posted Balance plus any transactions that have been authorized but not yet posted. See help for more details.

** The Posted Balance is the actual amount in your account and includes transactions that have cleared your checking account as of the close of the previous business day. See help for more details.

1/24/06
SK
CH

01/24/06 WACHOVIA CONNECTION PAGE: 004
 07:21 EST EFT ADVICE REPORT FOR 01/23/06
 SELECTED FOR: WIRES/BOOK TRANSFERS
 *** PRESENTED SINCE: 00:00 EST ***

 BANK ID: ACCOUNT NUMBER: ACCOUNT NAME:
 WBVA 2000017257145

NO DETAIL ITEMS EXIST ON ACCOUNT FOR REQUESTED DATE

01/24/06 WACHOVIA CONNECTION PAGE: 005
 07:21 EST EFT ADVICE REPORT FOR 01/23/06
 SELECTED FOR: WIRES/BOOK TRANSFERS
 *** PRESENTED SINCE: 00:00 EST ***

 BANK ID: ACCOUNT NUMBER: ACCOUNT NAME:
 WBVA 2000017257158

NO DETAIL ITEMS EXIST ON ACCOUNT FOR REQUESTED DATE

01/24/06 WACHOVIA CONNECTION PAGE: 006
 07:21 EST EFT ADVICE REPORT FOR 01/23/06
 SELECTED FOR: WIRES/BOOK TRANSFERS
 *** PRESENTED SINCE: 00:00 EST ***

 BANK ID: ACCOUNT NUMBER: ACCOUNT NAME:
 WBVA 2000020406048

NO DETAIL ITEMS EXIST ON ACCOUNT FOR REQUESTED DATE

01/24/06 WACHOVIA CONNECTION PAGE: 007
 07:21 EST EFT ADVICE REPORT FOR 01/23/06
 SELECTED FOR: WIRES/BOOK TRANSFERS
 *** PRESENTED SINCE: 00:00 EST ***

 BANK ID: ACCOUNT NUMBER: ACCOUNT NAME:
 WBVA 2000020406190

STATUS: PROCESSED TIME: 15:47
 VIA: BOOK VALDT: 01/23/06 OUTGOING BOOK - DEBIT
 DEBIT BANK/ACCOUNT: WBVA D 2000020406190
 DEBIT NAME: WEXTRUST CAPITAL LLC
 CREDIT BANK/ACCOUNT: WBVA D 1010098508639
 CREDIT NAME: ELKA K SHERESHEVSKY

EQUIVALENT: \$100,000.00
 TRANSACTION AMT: USD 100,000.00
 ADVICE: 060123-048540
 ORIGINATOR ID CODE/ID: WBVA2000020406190
 ORIGINATOR NAME: WEXTRUST CAPITAL DISB ACC
 ORIGINATOR ADDRESS: 999 WATERSIDE DR. SUITE 2220
 NORFOLK, VA 23510
 WINSTON OR SHERAN
 BENEFICIARY NAME: ELKA SHERESHEVSKY OP ACC
 BENEFICIARY ADDRESS: 607 E. MOWBRAY CT.
 NORFOLK, VA 23507
 PHONE: 757-623-5704
 ORIGINATOR TO BENEFICIARY INFO: XFER FUNDS FROM WEXTRUST CAPITAL DI
 SB ACC TO ELKA'S OP ACCT PER JOE'S
 PHONE CALL 01-23-06

01/24/06 WACHOVIA CONNECTION PAGE: 008
 07:21 EST EFT ADVICE REPORT FOR 01/23/06
 SELECTED FOR: WIRES/BOOK TRANSFERS
 *** PRESENTED SINCE: 00:00 EST ***

BANK ID: ACCOUNT NUMBER: ACCOUNT NAME:
 WBVA 2000020406297

NO DETAIL ITEMS EXIST ON ACCOUNT FOR REQUESTED DATE

01/24/06 WACHOVIA CONNECTION PAGE: 009
 07:21 EST EFT ADVICE REPORT FOR 01/23/06
 SELECTED FOR: WIRES/BOOK TRANSFERS
 *** PRESENTED SINCE: 00:00 EST ***

BANK ID: ACCOUNT NUMBER: ACCOUNT NAME:
 WBVA 2000020461070

NO DETAIL ITEMS EXIST ON ACCOUNT FOR REQUESTED DATE

01/24/06 WACHOVIA CONNECTION PAGE: 010
 07:21 EST EFT ADVICE REPORT FOR 01/23/06
 SELECTED FOR: WIRES/BOOK TRANSFERS
 *** PRESENTED SINCE: 00:00 EST ***

BANK ID: ACCOUNT NUMBER: ACCOUNT NAME:
 WBVA 2000020839123

NO DETAIL ITEMS EXIST ON ACCOUNT FOR REQUESTED DATE

001
:21 EST

EFT ADVICE REPORT FOR 01/23/06
SELECTED FOR: WIRES/BOOK TRANSFERS
*** PRESENTED SINCE: 00:00 EST ***

1/23/06

BANK ID: ACCOUNT NUMBER: ACCOUNT NAME:
WBCT 2030000169579

NO DETAIL ITEMS EXIST ON ACCOUNT FOR REQUESTED DATE

01/24/06 WACHOVIA CONNECTION PAGE: 002
07:21 EST EFT ADVICE REPORT FOR 01/23/06
SELECTED FOR: WIRES/BOOK TRANSFERS
*** PRESENTED SINCE: 00:00 EST ***

BANK ID: ACCOUNT NUMBER: ACCOUNT NAME:
WBVA 1010032960835

NO DETAIL ITEMS EXIST ON ACCOUNT FOR REQUESTED DATE

01/24/06 WACHOVIA CONNECTION PAGE: 003
07:21 EST EFT ADVICE REPORT FOR 01/23/06
SELECTED FOR: WIRES/BOOK TRANSFERS
*** PRESENTED SINCE: 00:00 EST ***

BANK ID: ACCOUNT NUMBER: ACCOUNT NAME:
WBVA 1010098508639

STATUS: PROCESSED TIME: 15:47
VIA: BOOK VALDT: 01/23/06 INCOMING BOOK - CREDIT
DEBIT BANK/ACCOUNT: WBVA D 2000020406190
DEBIT NAME: WEXTRUST CAPITAL LLC
CREDIT BANK/ACCOUNT: WBVA D 1010098508639
CREDIT NAME: ELKA K SHERESHEVSKY
USD EQUIVALENT: \$100,000.00
TRANSACTION AMT: USD 100,000.00
ADVICE: 060123-048540
ORIGINATOR ID CODE/ID: WBVA2000020406190
ORIGINATOR NAME: WEXTRUST CAPITAL DISB ACC
ORIGINATOR ADDRESS: 999 WATERSIDE DR. SUITE 2220
NORFOLK, VA 23510
WINSTON OR SHERAN
BENEFICIARY NAME: ELKA SHERESHEVSKY OP ACC
BENEFICIARY ADDRESS: 607 E. MOWBRAY CT.
NORFOLK, VA 23507
PHONE: 757-623-5704
ORIGINATOR TO BENEFICIARY INFO: XFER FUNDS FROM WEXTRUST CAPITAL DI
SB ACC TO ELKA'S OP ACCT PER JOE'S
PHONE CALL 01-23-06

EXHIBIT H

United States District Court - Southern District of New York

SECURITIES AND EXCHANGE COMMISSION

) Index No.: 08 CIV 7104

)

)

Plaintiff

) **AFFIDAVIT OF SERVICE**

v.

)

STEVEN BYERS, ETAL

)

)

Defendant

)

STATE OF VIRGINIA: COUNTY OF NORFOLK ss:

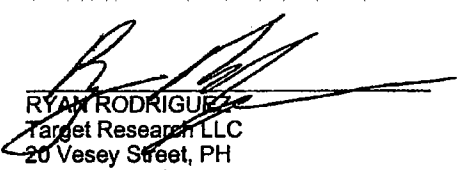
I, RYAN RODRIGUEZ., being duly sworn, depose and say deponent is not a party to this action and is over the age of eighteen years and resides in the state of VIRGINIA. That on AUGUST 19, 2008 at 9:40 AM at BB&T BANK, 500 EAST MAIN STREET, NORFOLK, VA 23510, deponent served the within ATTORNEYS' LETTER DATED 8/18/08; COMPLAINT; ORDER APPOINTING TEMPORARY RECEIVER; ORDER FREEZING ASSETS on CECELIA CARSON, therein named.

INDIVIDUAL: By delivering a true copy of each to said individual personally, deponent knew the person so served to be the person described as said person therein.

DESCRIPTION: Deponent further states that the description of the person actually served is as follows:
Gender: Female Race/Skin: White Hair: Brown Glasses: Yes Age: 55 Height: 5'5" Weight: 130

COMMENTS:

I declare under penalties of perjury that the information contained herein is correct to the best of my knowledge.


RYAN RODRIGUEZ
Target Research LLC
20 Vesey Street, PH
New York, NY 10007
(212) 227-9600

Subscribed and sworn to before me, a notary public, on this 19 day of August, 2008.


Notary Public My Commission Expires: 12-31-2010

MISTIE WOOD
Notary Public
Commonwealth of Virginia
7035886
My Commission Expires Dec 31, 2010

Target Research LLC • 20 Vesey Street, PH, New York, NY 10007 • (212) 227-9600

EXHIBIT I

DEWEY & LeBOEUF

Dewey & LeBoeuf LLP
1101 New York Avenue, NW
Suite 1100
Washington, D.C. 20005-4213

tel +1 202 348 7981
fax +1 202 299 1351
jwarren@dl.com

August 18, 2008

Civil Clerk's Office
Walter E. Hoffman
United States Courthouse
600 Granby Street
Norfolk, VA 23510

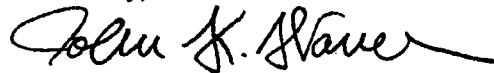
Re: Appointment of Temporary Receiver in SEC v. Byers, et al.

Pursuant to 28 U.S.C. § 754, Receiver Timothy J. Coleman is filing a copy of the Complaint, Order Appointing Temporary Receiver, and Order Freezing Assets in *SEC v. Byers, et al.*, No. 1:08-cv-07104 (SWK) (S.D.N.Y. Aug. 11, 2008) with the United States District Court of the Eastern District of Virginia.

Please find attached a copy of the United States Securities and Exchange Commission's Complaint in *SEC v. Byers*, as well as a copy of Judge Richard A. Sullivan's order appointing Timothy J. Coleman of Dewey & LeBoeuf LLP as Temporary Receiver for the Defendant Wextrust Entities, including Wextrust Capital, LLC; Wextrust Equity Partners, LLC; Wextrust Development Group, LLC; Wextrust Securities, LLC; and Axela Hospitality, Inc., and all entities they control or in which they have an ownership interest. (Order Appointing Temporary Receiver, *SEC v. Byers* (S.D.N.Y. Aug. 11, 2008)). In addition, the Receiver is filing a copy of Judge Sullivan's Order Freezing Assets in *SEC v. Byers*, also issued August 11, 2008.

If you have any questions concerning this filing, please do not hesitate to call Mark Radke (202) 348-8076 or John K. Warren (202) 346-7961 of Dewey & LeBoeuf LLP.

Sincerely,



John K. Warren
Counsel to Receiver Timothy J. Coleman
Virginia Bar # 75550

NEW YORK | LONDON MULTINATIONAL PARTNERSHIP | WASHINGTON, DC
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